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10 **UNITED STATES DISTRICT COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA**

12 Michael Giordano, an individual,
13
14 Plaintiff,

15 v.

16 EMI Blackwood Music Inc., BMG Rights
17 Management (US) LLC, Songs of
18 Universal, Inc., Hipgnosis Songs Group,
19 LLC, Reach Music Publishing, Inc.,
20 Aftermath Entertainment, Interscope
21 Records, and Universal Music Group, Inc.,
22 Marshall Mathers III, p/k/a “Eminem,” an
23 individual, Robyn Fenty, p/k/a “Rihanna,”
24 an individual, Jonathan Bellion, an
25 individual, Bryan Fryzel, p/k/a
26 “Frequency,” an individual, Aaron
Kleinstub, p/k/a “Aalias,” an individual,
Bleta Rexha, p/k/a “Bebe Rexha,” an
individual, Maki Athanasiou, an individual,
and DOES 1 – 10,

Case No.:

COMPLAINT FOR:

**1. COPYRIGHT
INFRINGEMENT;**

AND

**2. VICARIOUS AND/OR
CONTRIBUTORY
COPYRIGHT
INFRINGEMENT**

JURY TRIAL DEMANDED

1 Defendants.

2
3 Plaintiff, Michael Giordano, by and through his undersigned attorneys, hereby
4 prays to this Honorable Court for relief based on the following:

5 **Jurisdiction & Venue**

6 1. This action arises under the Copyright Act of 1976, 17 U.S.C. §§ 101, *et*
7 *seq.*

8 2. This Court has subject matter jurisdiction pursuant to 28 U.S.C. §§ 1331,
9 1338(a) and (b), & 1367(a).

10 3. Venue in this judicial district is proper under 28 U.S.C. § 1391 (c) and §
11 1400(a) in that this is the judicial district in which a substantial part of the acts and
12 omissions giving rise to the claims occurred.

13 **Parties**

14 4. At all times mentioned herein, Plaintiff, Michael Giordano, is an
15 individual artist residing in Staten Island, New York.

16 5. At all times mentioned herein, Defendant EMI Blackwood Music Inc is
17 a company with offices in or otherwise operating in Los Angeles, California.

18 6. At all times mentioned herein, Defendant BMG Rights Management
19 (US) LLC is a company with offices in or otherwise operating in Los Angeles,
20 California.

21 7. At all times mentioned herein, Defendant Songs of Universal, Inc is a
22 company with offices in or otherwise operating in Los Angeles, California.

23 8. At all times mentioned herein, Defendant Hipgnosis Songs Group, LLC
24 is a company with offices in or otherwise operating in Los Angeles, California.

25 9. At all times mentioned herein, Defendant Reach Music Publishing, Inc.
26 is a company with offices in or otherwise operating in Los Angeles, California.

1 10. At all times mentioned herein, Defendant Aftermath Entertainment is a
2 company with offices in or otherwise operating in Los Angeles, California.

3 11. At all times mentioned herein, Defendant Interscope Records is a
4 company with offices in or otherwise operating in Los Angeles, California.

5 12. At all times mentioned herein, Defendant Universal Music Group, Inc. is
6 a company with offices in or otherwise operating in Los Angeles, California.

7 13. At all times mentioned herein, Defendant Marshall Mathers III, p/k/a
8 “Eminem,” is an individual living in this district or doing business in and with this
9 district.

10 14. At all times mentioned herein, Defendant Robyn Fenty, p/k/a “Rihanna,”
11 is an individual living in this district or doing business in and with this district.

12 15. At all times mentioned herein, Defendant Jonathan Bellion is an
13 individual living in this district or doing business in and with this district.

14 16. At all times mentioned herein, Defendant Bryan Fryzel, p/k/a
15 “Frequency,” is an individual living in this district or doing business in and with this
16 district.

17 17. At all times mentioned herein, Defendant Aaron Kleinstub, p/k/a
18 “Aalias,” is an individual living in this district or doing business in and with this
19 district.

20 18. At all times mentioned herein, Defendant Bleta Rexha, p/k/a “Bebe
21 Rexha,” is an individual living in this district or doing business in and with this
22 district.

23 19. At all times mentioned herein, Defendant Maki Athanasiou is an
24 individual living in this district or doing business in and with this district.

25 20. Defendants Does 1 through 10, inclusive, are other parties not yet
26 identified who have infringed Plaintiff’s copyrights, have contributed to the
27 infringement of Plaintiff’s copyrights, or have engaged in one or more of the
28

1 wrongful practices alleged herein. The true names, whether corporate, individual or
2 otherwise, of Defendants 1 through 10, inclusive, are presently unknown to Plaintiff,
3 which therefore sue said Defendants by such fictitious names, and will seek leave to
4 amend this Complaint to show their true names and capacities when same have been
5 ascertained.

6 21. Plaintiff is informed and believes and thereon alleges that at all times
7 relevant hereto each of the Defendants was the agent, affiliate, officer, director,
8 manager, principal, alter-ego, and/or employee of the remaining Defendants and was
9 at all times acting within the scope of such agency, affiliation, alter-ego relationship
10 and/or employment; and actively participated in or subsequently ratified and adopted,
11 or both, each and all of the acts or conduct alleged, with full knowledge of all the
12 facts and circumstances, including, but not limited to, full knowledge of each and
13 every violation of Plaintiff's rights and the damages to Plaintiff proximately caused
14 thereby.

15 **Factual Background**

16 22. Giordano is an artist, composer, and musician.

17 23. In April of 2011, well before the acts of infringement detailed herein, he
18 created a composition entitled *Do You Remember* ("Original Song").

19 24. Giordano registered his Original Song with the U.S. Copyright Office in
20 December of 2011.

21 25. Defendants Mathers, Fenty, Bellion, Fryzel, Kleinstub, Rexha, and
22 Athanasiou composed and performed a song entitled *The Monster* (the "Derivative
23 Song") and captured a sound recording of the Derivative Song.

24 26. The Defendants, and each of them, then marketed, distributed, sold,
25 licensed, streamed, collected revenues for, and otherwise exploited the composition
26 and sound recording for the Derivative Song.

1 27. The Derivative Song is copied, in part, from the Original Song and is
2 derivative of the Original Song.

3 28. On information and belief, it is alleged that Defendants, and each of
4 them, had a reasonable opportunity to access the Original Song via one or more of the
5 following avenues:

- 6 • April 17, 2011: Giordano conveyed the Original Song to songwriter, and
7 producer, Rob Gauriglia (“Rob”), who then invited Giordano and
8 another songwriter, Scott Harris (“Scott”), to rework and produce
9 additional recordings of the Original Song to pitch to Rebel One
10 Publishing, LLC (“Rebel One”), the publishing company with which
11 both Rob and Scott worked with at the time. In addition, Zach Gurka
12 (“Zach”), a Rebel One staff member, was present for multiple sessions
13 and played keyboard on a recording of the Song. During all such
14 sessions, the chorus melody of the Song was not altered by anyone in
15 any way.
 - 16 • April 28, 2011: Giordano and Scott lyrically changed the Song to be
17 called, “You Wouldn’t Forgive Me” (“YWFM”), however the chorus
18 melody from the Song remained unaltered.
 - 19 • May 3, 2011: Rob sent an email with YWFM to the head of publishing
20 at Rebel One, two managers at Rebel One, Zach, and Scott.
 - 21 • September 2012: Scott was working with Defendant Fryzel on various
22 compositions and songs.
 - 23 • October 2012: Scott, Rob, and Giordano worked on YWFM through at
24 least October 2012.
 - 25 • November 2012: Rebel One knew of, was connected with, and/or had a
26 relationship with Defendant Fryzel.
- 27
28

- 1 • November 2012: Fryzel collaborated with Rexha, Bellion, and Kleinstub
2 in a session that resulted in them copying the chorus melody of the
3 Original Song to create the chorus hook for what would become the
4 Derivative Song.
- 5 • October 29, 2013: The Derivative Song was released as a single, and a
6 few days later on November 5, 2013, was released as part of Eminem's
7 album "The Marshall Mathers LP2".

8 29. The Derivative Song includes copying of protected material from the
9 Original Song, including without limitation the Original Song's chorus melody being
10 reproduced and otherwise copied to create the chorus melody for the Derivative
11 Song.

12 30. The chorus melodies in the two songs at issue are substantially similar in
13 that, without limitation, the choruses contain a high degree of similarity in melodic
14 pitch, rhythm, and the function of their identifying hooks. And to a high degree of
15 similarity, the two songs' shared melodic leap to scale 7 (in minor) is distinctive and
16 unusual, especially in a minor mode. And the pitch similarities align rhythmically
17 precisely while also functioning as hooks, with these combined similarities
18 presenting a compelling case of copying.

19 31. The below chart makes clear the nature and extent of Defendants', and
20 each of their, copying without consent. Bolding indicates identical scale degrees and
21 rhythms while red lines show corresponding scale degrees that are not fully aligned
22 rhythmically:

Comparison Chart

“Do You Remember” (0:00-0:25) vs. “The Monster” (0:00-0:17)

The chart displays two musical staves for each song, with lyrics and fingerings. Red lines connect corresponding notes between the two songs to highlight similarities.

“Do You Remember” (0:00-0:25)

Staff 1: 3 4 3 7 5 3 3 4 3 4
Do you re - mem - ber___ the time of our lives?

Staff 2: 3 3 4 3 7 5 3 4 3 5
I'm friends with the mon - ster___ that's und - er my

“The Monster” (0:00-0:17)

Staff 3: 3 4 3 7 5 3 3 4 3 4 3 3 3 4 3 7
Do you re - mem - ber___ all the cit - y lights? I could ne ver for - get___

Staff 4: 1 3 3 3 4 3 7 5 3 4 3 5 5 3 3 4 3 7
bed, Get a - long with the voice - es___ in side of my head. You're trying to save

Staff 5: 6 5 4 5 6 5 4 3 7
___ you___ when I close my___ eyes,___ The world

Staff 6: 5 3 4 3 5 1 3 3 4 3 7
___ me,___ stop hold - ing your breath. And you think I'm cra -

Staff 7: 8 7 7 6 5 4 4 6 5 3
___ is ours___ for the night,___ be yond the___ sky.

Staff 8: 5 4 3 4 3 7 5 6 6 6 6 5
- zy,___ yeah, you think I'm cra - zy,___ well that's not fair.-

32. The degree, extent, and scope of the taking discussed hereinabove constitutes copyright infringement under 17 U.S.C. § 101, et seq. and a violation of Giordano’s exclusive rights as guaranteed by 17 U.S.C. § 106. Defendants, and each of them, exploited without consent a qualitatively and quantitatively significant amount of the Original Song’s composition to create the Derivative Song. And the

1 Derivative Song violates Giordano's exclusive right to create derivative works from
2 his composition, as guaranteed by 17 U.S.C. § 106(2).

3 33. Before filing this lawsuit, Giordano's counsel contacted Defendants in
4 an attempt to resolve this dispute. Defendants failed to meaningfully respond,
5 necessitating this lawsuit.

6 **First Claim for Relief**

7 *(For Copyright Infringement—Against all Defendants, and Each)*

8 34. Plaintiff repeats, re-alleges, and incorporates by reference all preceding
9 paragraphs of this Complaint.

10 35. Plaintiff is the sole and exclusive owner of the Original Song.

11 36. The Original Song is registered with the U.S. Copyright Office.

12 37. The Original Song is an original composition.

13 38. Defendants had access to the Original Song via a chain-of-events and
14 overlapping network of collaborators, as set forth in detail above.

15 39. The striking similarity between the two songs, as detailed above, is
16 further evidence of access as it could not exist in the absence of copying.

17 40. Defendants, and each of them, infringed Plaintiff's rights in the Original
18 Song by copying, reproducing, and otherwise exploiting the Original Song to create
19 the Derivative Song and then marketing, releasing, selling, licensing, streaming,
20 collecting revenues for, and otherwise monetizing the Derivative Song, all without
21 Plaintiff's authorization or consent.

22 41. Defendants, and each of them further infringed Giordano's rights by (a)
23 authorizing the reproduction, distribution and sale of records and digital downloads
24 of the Derivative Song, through the execution of licenses, and/or actually
25 reproducing, and/or selling and distributing physical or digital or electronic copies of
26 the Derivative Song through various physical and online sources and applications,
27 including without limitation, through Amazon.com, Walmart, Target and iTunes; (b)

1 streaming and/or publicly performing or authorizing the streaming and/or public
2 performance of the Derivative Song through, without limitation, Spotify, YouTube,
3 Amazon, and Apple Music; and (c) participating in and furthering the aforementioned
4 infringing acts, and/or sharing in the proceeds therefrom, all through substantial use
5 of the Original Song in and as part of the Derivative Song, packaged in a variety of
6 configurations and digital downloads, mixes and versions, and performed in a variety
7 of ways including, but not limited to, audio and video. Defendants, and each of them,
8 have, without limitation, exploited Plaintiff's Original Song for profit by licensing, or
9 otherwise authorizing third parties to use, reproduce and/or perform the Derivative
10 Song for profit.

11 42. Defendants, and each of them, have engaged and continue to engage in
12 the unauthorized reproduction, distribution, public performance, licensing, display,
13 and creation of the Derivative Song. The foregoing acts infringe Plaintiff's exclusive
14 rights under the Copyright Act. Such exploitation includes, without limitation,
15 Defendants', and each of their, distributing and broadcasting the Derivative Song on
16 streaming platforms, including Spotify, Apple Music, Amazon, Pandora, and
17 YouTube.

18 43. Due to Defendants', and each of their, acts of infringement, Plaintiff has
19 suffered actual, general and special damages in an amount to be established at trial,
20 including but not limited a reasonable license fee for Defendants' use of the sample.

21 44. Due to Defendants' acts of copyright infringement as alleged herein,
22 Defendants, and each of them, have obtained direct and indirect profits they would
23 not otherwise have realized but for their infringement of Plaintiff's rights in
24 Plaintiff's copyrighted composition. As such, Plaintiff is entitled to disgorgement of
25 Defendants' profits directly and indirectly attributable to Defendants' infringements
26 of their rights in the composition in an amount to be established at trial.

1 profits through their respective obtainment, distribution, and publication of the
2 Derivative Song.

3 49. By reason of Defendants', and each of their, acts of contributory and
4 vicarious infringement as alleged above, Plaintiff has suffered and will continue to
5 suffer substantial damages in an amount to be established at trial, as well as
6 additional actual, general, and special damages in an amount to be established at trial.

7 50. Due to Defendants' acts of copyright infringement as alleged herein,
8 Defendants, and each of them, have obtained direct and indirect profits they would
9 not otherwise have realized but for their infringement of Plaintiff's rights. As such,
10 Plaintiff is entitled to disgorgement of Defendants' profits directly and indirectly
11 attributable to Defendants' infringement of Plaintiff's rights in their copyrighted
12 composition in an amount to be established at trial.

13 51. Plaintiff is informed and believes and now alleges that Defendants, and
14 each of their, conduct as alleged herein was willful, reckless, and/or with knowledge,
15 subjecting Defendants, and each of them, to enhanced statutory damages, claims for
16 costs and attorneys' fees, and/or a preclusion from deducting certain costs when
17 calculating disgorgeable profits.

18 **Prayer for Relief**

19 *(Against All Defendants, and Each)*

20 52. With Respect to Each Claim for Relief, Plaintiff demands judgment
21 against Defendants, and each, as follows:

- 22 a. That Defendants, and each, as well as their affiliates, agents, and employees
23 be enjoined from infringing Plaintiff's copyrights in and to Plaintiff's
24 copyrighted composition;
- 25 b. Granting an injunction permanently restraining and enjoining Defendants,
26 their officers, agents, employees, and attorneys, and all those persons or
27 entities in active concert or participation with them, or any of them, from
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1 further infringing Plaintiff's copyrights in and to Plaintiff's copyrighted
2 composition;

- 3 c. For a constructive trust to be entered over any recordings, videos
4 reproductions, files, online programs, and other material in connection with
5 the Derivative Song, and all revenues resulting from the exploitation of
6 same, for the benefit of Plaintiff;
- 7 d. That Plaintiff be awarded all profits of Defendants, and each, plus all losses
8 of Plaintiff, plus any other monetary advantage gained by the Defendants
9 through their infringement, the exact sum to be proven at the time of trial;
- 10 e. That Defendants pay damages equal to Plaintiff's actual damages and lost
11 profits;
- 12 f. That Plaintiff be awarded statutory damages and attorneys' fees as available
13 under 17 U.S.C. § 505 or other statutory or common law;
- 14 g. That Plaintiff be awarded pre-judgment interest as allowed by law;
- 15 h. That Plaintiff be awarded the costs of this action; and
- 16 i. That Plaintiff be awarded such further legal and equitable relief as the Court
17 deems proper.

18 Plaintiff demands a jury trial on all issues so triable pursuant to Fed. R. Civ. P.
19 38 and the 7th Amendment to the United States Constitution.
20

21
22 Dated: March 3, 2025

Respectfully submitted,
By: /s/ Scott Alan Burroughs
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